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January 5, 1998

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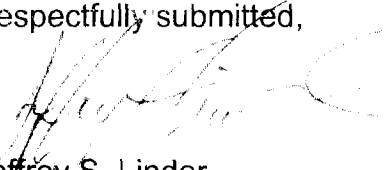
Magalie Roman Salas
Secretary
Federal Communications Commission
1919 M Street, N.W.
Room 222
Washington, D.C. 20554

Re: Diskette of GTE Request to Inspect Protected Information in CC Docket No.
97-211

Dear Ms. Salas:

Attached is a diskette in WordPerfect 5.1 for Windows format containing GTE's Request to Inspect Protected Information, filed today in the above-captioned docket. Please feel free to contact the undersigned with any questions.

Respectfully submitted,


Jeffrey S. Linder

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ORIGINAL

DOCKET FILED BY ORIGINAL
Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

In the Matter of

Applications of WorldCom, Inc. and
MCI Communications Corporation
for Transfer of Control of
MCI Communications Corporation to
WorldCom, Inc.

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CC Docket No. 97-211

To: Chief, Common Carrier Bureau

**REQUEST TO INSPECT PROTECTED INFORMATION
FREEDOM OF INFORMATION ACT REQUEST**

GTE Service Corporation and its affiliated telecommunications companies¹
(collectively "GTE"), by its attorneys, pursuant to Section 0.461 of the Commission's
Rules, hereby requests authorization to inspect any materials not routinely available for
public inspection filed in the above-captioned proceeding. Specifically, GTE requests
authority to review any Hart-Scott-Rodino documents from WorldCom, Inc. or MCI
Communications Corporation ("Applicants") that the Commission has received, or will

¹ GTE Alaska, Incorporated, GTE Arkansas Incorporated, GTE California Incorporated, GTE Florida Incorporated, GTE Hawaiian Telephone Company Incorporated, The Micronesian Telecommunications Corporation, GTE Midwest Incorporated, GTE North Incorporated, GTE Northwest Incorporated, GTE South Incorporated, GTE Southwest Incorporated, Contel of Minnesota, Inc., Contel of the South, Inc., GTE Communications Corporation, and GTE Hawaiian Tel International Incorporated.

receive, in the course of its analysis of the proposed merger between these two companies.²

As a matter of course, the Commission has treated as protected materials those documents that applicants file with the Department of Justice pursuant to that agency's pre-merger review process under the Hart-Scott-Rodino Antitrust Improvements Act.³ Yet, "[p]ublic participation in Commission proceedings cannot be effective unless meaningful information is made available to the interested persons."⁴ Thus, under Rule 0.457(d), the Commission is authorized to permit parties who make a "persuasive showing as to the reasons for inspection" the opportunity to inspect these confidential materials.⁵

Under the guidelines set in the *Bell Atlantic/NYNEX Order*,⁶ the Commission is required to review the Hart-Scott-Rodino materials submitted by WorldCom and MCI to the Department of Justice. For its part, however, GTE has had to rely only upon

² GTE is filing simultaneously herewith a Petition to Deny the requested transfer of control as well as a Motion to Dismiss the transfer applications for so egregiously failing to meet the Commission's established information requirements for transfers in the merger context.

³ See, e.g., AT&T and Craig O. McCaw, File No. ENF-93-44, *Protective Order* at ¶ 1 (Adopted May 13, 1994).

⁴ *Examination of Current Policy Concerning the Treatment of Confidential Information Submitted to the Commission*, 11 FCC Rcd 12406, 12422 (1996) (NPRM).

⁵ 47 C.F.R. § 0.457(d)(1).

⁶ Applications of NYNEX Corp. and Bell Atlantic Corp. for Consent to Transfer Control, File No. NSD-L-96-10, *Memorandum Report and Order*, FCC 97-286 (rel. Aug. 14, 1997) (*Bell Atlantic/NYNEX Order*).

information in the public domain to conduct its analysis. Yet, critical components of the Commission's standards for acting on such mergers, as illustrated by the *Bell Atlantic/NYNEX Order*, are based on information that is contained in the applicant's Hart-Scott-Rodino documents.⁷ For example, the Commission used this information to ascertain who were the relevant market participants by examining the strategic plans of the applicants, and their view of potential competitors.⁸ In addition, the Commission also used the applicant's view of how the merger will affect the market to further explore the impact of the merger.⁹

Without access to Hart-Scott-Rodino information, the Commission cannot make informed decisions and interested parties cannot provide informed comments. Therefore, consistent with *Bell Atlantic/NYNEX*¹⁰ and similar Commission proceedings, the Hart-Scott-Rodino documents should be sought by the Commission and made available for examination by GTE and others under appropriate procedures.

⁷ *Bell Atlantic/NYNEX Order* at ¶ 28.

⁸ *Bell Atlantic/NYNEX Order* at ¶¶ 73-79, 88.

⁹ *Id.* at ¶¶ 105-06

¹⁰ See Letter from Regina M. Keeney, Chief, CCB to James R. Young, Bell Atlantic Corp. and Morrison DeS. Webb, NYNEX Corp. 2 (Nov. 22, 1996) ("[W]e will require that applicants afford counsel for any party of record in this proceeding a reasonable opportunity to view the same [Hart-Scott-Rodino] documents . . .").

For the aforementioned reasons, GTE respectfully requests that the Commission authorize GTE to inspect any Hart-Scott-Rodino documents that the Commission may receive in the course of this proceeding.

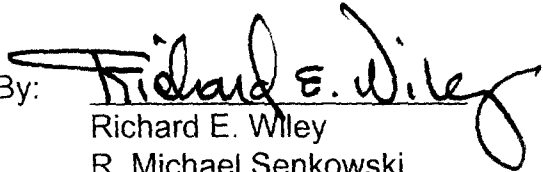
Respectfully submitted,

GTE SERVICE CORPORATION

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and
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January 5, 1998

By: 
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CERTIFICATE OF SERVICE

I hereby certify that on this 5th day of January, 1998, I caused copies of the foregoing Request to Inspect Protected Information to be delivered by first class U.S. mail to the following:

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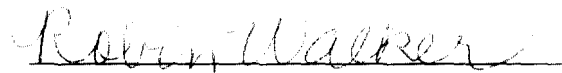
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